STATE OF SOUTH DAKOTA
Statement of Legal Newspaper Ownership and Circulation

Return to: Secretary of State, 500 E. Capitol, Pierre, SD 57501-5077

1. TITLE OF NEWSPAPER: The Rapid City Journal		2. DATE OF FILING: 10-1-02
3. FREQUENCY OF ISSUE: Daily and Sunday	3A. NO. OF ISSUES PUBLISHED ANNUALLY: 365	3B. ANNUAL SUBSCRIPTION PRICE:
4. COMPLETE MAILING ADDRESS OF KNOWN OFFICE OF PUBLICATION (Street, City, County, State and ZIP+4 Code) (Not printers): 507 Main St, PO Box 450, Rapid City, Pennington, SD 57709		
5. COMPLETE MAILING ADDRESS OF THE HEADQUARTERS OR GENERAL BUSINESS OFFICES OF THE PUBLISHER (Not printers): 507 Main St, PO Box 450, Rapid City, Pennington, SD 57709		
6. FULL NAME OF PUBLISHER: Bill Masterson Jr.		
7. OWNER (If owned by a corporation, its name and address must be stated and list on the back of this form the names and addresses of stockholders owning or holding 1 percent or more of total amount of stock. If not owned by a corporation, the names and addresses of the individual owners must be given. If owned by a partnership or other unincorporated firm, its name and address, as well as that of each individual must be given. FULL NAME: See Attached — COMPLETE MAILING ADDRESS		
8. KNOWN BONDHOLDERS, MORTGAGES, AND OTHER SECURITY HOLDERS OWNING OR HOLDING 1 PERCENT OR MORE OF TOTAL AMOUNT OF BONDS, MORTGAGES OR OTHER SECURITIES (If there are none, so state. If more space is needed, list on back of this form.: See Attached		

9. EXTENT AND NATURE OF CIRCULATION	AVERAGE NO. COPIES EACH ISSUED PRECEDING 12 MONTHS	ACTUAL NO. COPIES ISSUED NEAREST TO FILING DATE
A. TOTAL NO. COPIES (Net Press Run)	34,486	39,193
B. PAID AND/OR REQUESTED CIRCULATION 1. Sales through dealers and carriers, street vendors and counter sales.	29,830	33,944
2. Mail Subscription (Paid and or requested)	1,921	1,904
C. TOTAL PAID AND/OR REQUESTED CIRCULATION (Sum of 9B1 and 9B2)	31,751	35,848
D. FREE DISTRIBUTION 1. BY MAIL, CARRIER OR OTHER MEANS	186	191
2. SAMPLES, COMPLIMENTARY AND OTHER FREE COPIES	531	683
E. TOTAL DISTRIBUTION (Sum of C, D1 and D2)	32,468	36,722
F. COPIES NOT DISTRIBUTED 1. Office use, left over, unaccounted, spoiled after printing	190	145
2. Return from News Agents	1828	2326
G. TOTAL (Sum of E, F1 and F2 – Should equal net press run shown in A)	34,486	39,193

I swear that the statements made by me above are correct and complete.

SIGNATURE AND TITLE OF PUBLISHER, BUSINESS MANAGER OR OWNER: Publisher

State of South Dakota)
s
County of Pennington)

(Seal)

Sworn to before me this 25th day of September, 2002

Deborah J. Shumaker
Notary Public

My commission expires 9-9-04

Form: SOS REC 051 12/00

MCC MAGAZINES, LLC
MCC NEWSPAPERS, LLC

STATEMENT OF OWNERSHIP, MANAGEMENT AND CIRCULATION – 2002

QUESTION 10: MORRIS COMMUNICATIONS COMPANY, LLC
P. O. Box 936, Augusta, GA 30903-0936

A wholly-owned subsidiary of SHIVERS TRADING & OPERATING COMPANY, P. O. Box 936, Augusta, GA 30903

Stockholders of SHIVERS TRADING & OPERATING COMPANY, Augusta, GA, owning more than 1% of the outstanding stock are:

W. S. Morris III	Augusta, GA
Mary E. Morris	Augusta, GA
W. S. Morris IV	Augusta, GA
J. Tyler Morris	Augusta, GA
Susie Morris Baker	Augusta, GA
THE MORRIS FAMILY LIMITED PARTNERSHIP	Augusta, GA

Addresses for all of the above corporations, individuals, trustees and partnership are: P. O. Box 936, Augusta, GA 30903-0936.

QUESTION 11: Known bondholders, mortgagees and other security holders owning or holding 1% or more of total amount of bonds, mortgages or other securities of MCC NEWSPAPERS, LLC AND MCC MAGAZINES, LLC, Augusta, GA, are:

(See attached list)

MCC MAGAZINES LLC
MCC NEWSPAPERS LLC

LIST OF KNOWN BONDHOLDERS, MORTGAGEES AND OTHER SECURITY HOLDERS

JPMorgan Chase	280 Park Avenue, 37th Floor New York NY 10017
FleetBoston	100 Federal Street, 9th Floor Boston MA 02110
First Union National Bank of North Carolina/Wachovia Securities	301 South College Street, 9th Floor Charlotte NC 28288
The Bank of New York	One Wall Street, 16th Floor New York NY 10286
SunTrust	919 East Main Street Richmond VA 23219
Key Bank National Association	127 Public Square Cleveland OH 44114
National City Bank	134 Chestnut Street, 18th Floor Philadelphia PA 19107
Bank of Nova Scotia	1 Liberty Plaza, 26th Floor New York NY 10006
Union Bank of California	445 S. Figueroa Street, 16th Floor Los Angeles CA 90071
ALLFIRST Bank	25 South Charles Street Baltimore MD 21201
Eaton Vance Management	255 State Street, 6th Floor Boston MA 02109
Van Kampen Prime Rate Income Trust Income Trust Department	Lafayette Corporate Ctr, 6th Floor Boston MA 02111
Metlife	334 Madison Avenue Convent Station NJ 07961
GE Credit Corporation	201 High Ridge Road Stanford CT 06927-5100
Institutional Debt Management	c/o First Union 401 South Tryon Street Charlotte NC 28288-0743
New York Life	51 Madison Avenue New York NY 10010
Prometheus	150 East42nd Street, 32nd Floor New York NY 10017

MCC MAGAZINES LLC
MCC NEWSPAPERS LLC

LIST OF KNOWN BONDHOLDERS, MORTGAGEES AND OTHER SECURITY HOLDERS

CIGNA	280 Turnbull Street Hartford CT 06103
Highland Capital Management	51 Madison Avenue, 2nd Floor New York NY 10010
AllState Insurance	3075 Sanders Road Northbrook IL 60062
Citadel	1 Liberty Plaza New York NY 10006
Caravelle Advisors	425 Lexington Avenue, 2nd Floor New York NY 10017
MassMutual	1295 State Street Sprigfield MA 01111
Denali	2001 Spring Road, Suite 220 Oak Brook IL 60523
Flagship	1185 Avenue of the Americas New York NY 10036
PPM America	100 North Tyron Street Charlotte NC 28255
Gen Re	767 Fifth Avenue, 34th Floor New York NY 10153
Bear Stearns Asset Management	575 Lexington Avenue, 10th Floor New York NY 10022